

**Exhibit A**  
**Declaration of Wayne P. Weitz**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
SHERMAN DIVISION

In re: § Chapter 11  
§  
SPHERATURE INVESTMENTS LLC, § Case No.: 20-42492  
*et al.*,<sup>1</sup> §  
§  
Debtors. § Jointly Administered

DECLARATION OF WAYNE P. WEITZ IN  
SUPPORT OF APPLICATION OF THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR ENTRY OF AN ORDER  
AUTHORIZING THE RETENTION AND EMPLOYMENT OF B. RILEY ADVISORY  
SERVICES AS FINANCIAL ADVISOR EFFECTIVE AS OF FEBRUARY 2, 2021

I, Wayne P. Weitz, hereby declare that the following is true to the best of my knowledge, information and belief:

1. I am a Senior Managing Director in the firm of GlassRatner Advisory & Capital Group LLC d/b/a B. Riley Advisory Services (“B. Riley” or the “Firm”), which maintains offices at 299 Park Avenue, 21<sup>st</sup> Floor, New York, New York 10171 among other places. I am familiar with the matters set forth herein and make this declaration in support of the application of the official committee of unsecured creditors (the “Committee”), appointed pursuant to section 1102(a)(1) of Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”) in the above-captioned cases (the “Chapter 11 Cases”) of Spherature Investments LLC, as Debtors and Debtors in possession (collectively, the “Debtors”), seeking approval to retain B. Riley, effective as of February 2, 2021, as financial advisor to the Committee pursuant to 11 U.S.C. §§ 327, 328(a), and 1103(a).

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<sup>1</sup> The “Debtors” in the above-captioned jointly administered chapter 11 bankruptcy cases (“Cases”) are: Spherature Investments LLC (“Spherature”) EIN#5471; Rovia, LLC (“Rovia”) EIN#7705; WorldVentures Marketing Holdings, LLC (“WV Marketing Holdings”) EIN#3846; WorldVentures Marketplace, LLC (“WV Marketplace”) EIN#6264; WorldVentures Marketing, LLC (“WV Marketing”) EIN#3255; WorldVentures Services, LLC (“WV Services”) EIN#2220.

2. To the best of my knowledge and information, and except as set forth herein, B. Riley does not have any connection with the Debtors or the parties in interest listed on the attached **Schedule 1** and does not hold or represent any interest adverse to the estates.

3. B. Riley has the following connections to other parties-in-interest in matters unrelated to the Debtors or these Chapter 11 Cases:

- (a) Pachulski Stang Ziehl & Jones LLP, counsel to Committee, and B. Riley have worked on and presently work on other unrelated matters.
- (b) In April 2019, B. Riley was engaged by a disinterested potential investor to perform limited due diligence as it related to a potential debt or equity investment in the Debtors. No investment was made.

4. B. Riley will promptly file with the Court a supplemental declaration if and when any further connections between it and such parties-in-interest are discovered.

5. To the best of my knowledge, neither B. Riley nor any professional at the Firm holds or represents an interest adverse to the Debtors' estates.

6. To the best of my knowledge, neither B. Riley nor any professional at the Firm is a creditor, an equity security holder or an insider of the Debtors.

7. B. Riley may have provided and could reasonably be expected to continue to provide services unrelated to these Chapter 11 Cases for some of the various entities shown on Schedule 1. To the best of my knowledge, no services have been provided to these parties-in-interest regarding their rights in these Chapter 11 Cases, nor does B. Riley's involvement in these Chapter 11 Cases compromise its ability to continue such consulting services.

8. B. Riley may have provided and could reasonably be expected to continue to provide services unrelated to these Chapter 11 Cases that may be adverse to various entities shown on Schedule 1. To the best of my knowledge, no services have been provided to these parties-in-interest regarding their rights in these Chapter 11 Cases, nor does B. Riley's

involvement in these Chapter 11 Cases compromise its ability to continue such consulting services.

9. In addition, due to the size and diversity of its practice, B. Riley may have represented or otherwise dealt with, and may now be representing or otherwise dealing with various persons (and their attorneys and accountants) who are or may consider themselves creditors, equity security holders or parties-in-interest in these cases but who are not presently identified as creditors or equity security holders. However, such representation or involvement, if any, does not relate to the Debtors or their estates.

10. B. Riley and its affiliates (collectively, the “**B. Riley Entities**”), appear in numerous cases and proceedings, and participate in transactions that involve many different professionals, including attorneys, accountants, and financial consultants, who may represent claimants and parties-in-interest in these Chapter 11 Cases. In addition, B. Riley and the B. Riley Entities may perform in the future, financial advisory services for various attorneys and law firms and have been represented by attorneys and law firms, some of whom are or may become involved in these proceedings. Based on our current knowledge of the professionals involved, and to the best of my knowledge, none of these relationships create interests materially adverse to the Debtors in the matter upon which B. Riley is to be employed, and none are in connection with these Chapter 11 Cases.

11. No agreement exists, nor will any be made, to share any compensation received by B. Riley for its services with any other person or firm.

12. B. Riley is willing to be retained by the Committee as its financial advisor and will make appropriate application to this Court for compensation and reimbursement of out-of-pocket expenses, all in accordance with the provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any Orders of the Court entered in these Chapter 11 Cases.

13. Neither I nor any employee of B. Riley are related to any judge of the United States Bankruptcy Court for the Eastern District of Texas or any attorney or other employee with the United States Trustee's Office for the Eastern District of Texas, or otherwise connected with any such judge or member of the U.S. Trustee's Office in a manner that would render my or B. Riley's employment improper.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Executed this 19 day of February, 2021

/s/ Wayne P. Weitz  
Wayne P. Weitz

**SCHEDULE 1**

**[Interested Parties List]**

**Debtors**

- Spherature Investments LLC
- Rovia, LLC
- WorldVentures Marketing Holdings, LLC
- WorldVentures Marketplace, LLC
- WorldVentures Marketing, LLC
- WorldVentures Services, LLC

**Non-Debtor Affiliates**

- AFMPower Communications Limited
- NXT-ID
- Real Experiences in Travel, LLC
- Representataive Office of WorldVentures Marketing LLC
- Representative Office of WorldVentures Marketing B.V.
- Rovia Australia Pty Ltd
- Rovia Cooperatief U.A.
- Rovia Corp Services, LLC
- Rovia Cyprus Limited
- Rovia Cyprus Travel Limited (f/k/a WorldVentures CyprusEvents Limited)
- Rovia Enterprises, LLC
- Rovia France SAS
- Rovia Holdings (Netherlands) B.V.
- Rovia Holdings, LLC
- Rovia Jamaica Limited
- Rovia Norge As
- Rovia Pte. Limited
- Rovia Taiwan Ltd
- Rovia Travel (Hong Kong) Limited
- Rovia Travel (Shanghai) Co., Ltd
- Rovia Travel Limited
- Rovia Travel Limited Latvia filiale
- Rovia Travel Netherlands B.V.
- Rovia Travel Netherlands B.V. French Branch
- Rovia Travel Sdn. Bhd.
- Rovia Travel Services S.R.L.

- Rovia Travel South Africa (Pty) Ltd
- Rovia Travel, S. de R.L. de C.V.
- Rovia, S. de R.L.
- WorldVentures (Thailand) Limited
- WorldVentures Canada Inc
- WorldVentures Cooperatief U.A.
- WorldVentures Enterprises, LLC
- WorldVentures Events (Hong Kong) Limited (f/k/a WorldVentures Services Limited)
- WorldVentures Events (Malaysia) Sdn. Bhd.
- WorldVentures Events Jamaica Limited
- WorldVentures Events Limited
- WorldVentures Events Limited (f/k/a E142 Limited)
- WorldVentures Events Limited Greek Branch
- WorldVentures Events Pte. Ltd.
- WorldVentures Events Pty Ltd
- WorldVentures Events S.R.L.
- WorldVentures Events South Africa (Pty) Ltd
- WorldVentures Events Taiwan Ltd
- WorldVentures Holdings (Asia) Pte. Ltd.
- WorldVentures Holdings (Cyprus) Limited
- WorldVentures Holdings (Netherlands) B.V.
- WorldVentures Holdings, LLC
- WorldVentures Marketing (Cayman) LLC
- WorldVentures Marketing (Cayman) LLC Philippine Branch
- WorldVentures Marketing (Hong Kong) Limited
- WorldVentures Marketing (Namibia) (Proprietary) Limited
- WorldVentures Marketing (Zambia) Limited

- WorldVentures Marketing B.V.
- WorldVentures Marketing B.V.  
French branch
- WorldVentures Marketing Belize  
Ltd
- WorldVentures Marketing Brasil  
LTDA
- WorldVentures Marketing Colombia  
S.A.S
- WorldVentures Marketing Cyprus  
Limited (f/k/a WorldVentures  
Marketing Limited)
- WorldVentures Marketing d.o.o  
Beograd
- WorldVentures Marketing France  
SAS
- WorldVentures Marketing Greece  
Limited Liability Company
- WorldVentures Marketing Jamaica
- WorldVentures Marketing Korea,  
Ltd.
- WorldVentures Marketing Limited
- WorldVentures Marketing Limited
- WorldVentures Marketing LLC
- WorldVentures Marketing Norge As
- WorldVentures Marketing Poland  
Spolka Z Ograniczona  
Odpowiedzialnoscia
- WorldVentures Marketing Pte. Ltd.
- WorldVentures Marketing Pty Ltd
- WorldVentures Marketing S.R.L.
- WorldVentures Marketing s.r.o.
- WorldVentures Marketing SL d.o.o.
- WorldVentures Marketing South  
Africa (Pty) Ltd
- WorldVentures Marketing, S. de  
R.L.
- WorldVentures Marketing, S. de  
R.L. de C.V
- WorldVentures Marketing, S.L.
- WorldVentures Taiwan Ltd.
- WV Services Malaysia Sdn. Bhd.

**Top 40 Unsecured Creditors of Each Debtor**

- 2nd Watch, Inc.
- 4Higher Life Inc
- Abbrivo International, LLC
- ACCESS VG, LLC
- Adamides, Efrosyni
- ADOBE SYSTEMS, INC.
- Adonis Tourism LLC
- AirMed International, LLC
- Aitana Hotelera S.A. de C.V
- Alletec USA Inc
- Amadeus IT Group, S.A.
- Amazon Web Services, Inc.
- Azahara Hotelera SA de CV
- B2B Travel PTE. LTD.
- Baker Tilly Virchow Krause LLP  
(MCG)
- BG Enterprises, LLC
- BlueCross BlueShield /Health Care  
Service Corp
- Braun Marketing Company
- Cani Enterprises, LLC
- Casa de Campo Resort and Villas
- CCH Incorporated
- Celebrity Cruises, Inc.
- Century Link
- CTM 1
- CTM 9
- Destiladeras Resort
- Operations, S.A. de C.V.
- Double Your Profits LP
- Experiencias Xcaret hotels S.A.P.I  
de CV
- First Commercial Bank
- Franklin Street Properties Corp.
- Get Paid Nation Inc.
- GJ Travel Iceland
- Grand Fiesta Americana Guadalajara  
Country Club
- Great Wolf Lodge, LLC

- Grupo Posadas SAB de CV
- Hangzhou Westbrook Investment Do Ltd
- Harris Rothenberg International, Inc.
- Hotel Occidental Playa Nacasolo SA
- Icentris, Inc.
- IGT Services And Technologies
- Imperial Riding School
- Incontact, Inc.
- Inland Revenue Department
- Inlighten Inc.
- Insight Vacations
- InterGlobe Technologies
- Jex Enterprise LLC
- Judin Combrinck Inc
- Juniper
- KGS Services LLC
- Lattitud Vacation, S.A.
- Leading Edge Inc.
- Lee and Li
- LinkedIn Corporation
- Lionbridge Technologies, Inc.
- Live Aqua Urban Resort San Miguel De Allende
- Living Full Time Inc.
- Lost In Norway
- Mannheimer Swartling
- Marival Distinct, Av.
- Microsoft Corporation
- Miramar I Corporation
- Montgomery Capital Advisors, LLC
- Morris UK Enterprises INC
- Nancy Lieberman Enterprises
- Nugent Holdings
- Nugent, Wayne
- O.C. Tanner Recognition Company
- Odrobina & Co.
- Onit, Inc
- Optimum Technologies, LLC
- Patrick Mirandah Co
- Phelps Dunbar LLP
- Pietsch Nation LLC
- Powderham, Mary
- Powderham, Peter
- QUALTRICS, LLC
- Rapid7, LLC
- Royalton Suites Cancun
- Ruder-Finn, Inc.
- S.C. Alpin 2003 SRL
- Sabre
- Salesforce.Com, Inc.
- Sanya JW Marriott Hotel
- Serve the World Today LLC
- Sheraton Universal Hotel
- Silversea Cruises
- Smartling, Inc.
- SOR Technology, LLC
- Stratus Audio Inc (Optimal Phone)
- Success Partners Holding Co
- Sun Tours Co., LTD
- Sykes Budapest
- Sykes do Brasil
- Sykes do Shanghai
- Talent Wise
- Tayjak Enterprises
- Taylor Wessing LLP
- The 709 Agency, LLC
- TJ Marketing
- TNS US LLC
- Tollfreeforwarding
- Top Tier Travel Inc
- Travel To Freedom LLC
- Twilio, Inc.
- Unit4 Business Software Inc
- University of Southern California
- Vacationleader.com Inc.
- VersionOne, Inc
- Victoria Holidays Ltd.
- Watson, Dave
- We Be Trippin Global
- West Publishing Corporation
- Wimbrey Training Systems

- INC
- Winstead, PC
- Wm. Charles Bundren &
- Associates Law Group  
PLLC
- WorldVentures Foundation
- WSOL, LLC d/b/a Working  
Solutions
- WV RTE LLC
- Yangshuo Banyan Tree
- Hotel Co., LTD
- Zoey Enterprises INC

#### **Committee Members**

- FSP Legacy Tennyson Center, LLC
- Melody Yiru
- David Watson

#### **Alleged Secured Creditors**

- B. Terrell Limited Partnership
- Boog-Scott Family Limited  
Partnership
- Bowling Capital Partners, Ltd.
- Ceres Partners LLC ( Ceres Partners  
LLC is the Ultimate Parent of MA  
Ceres)
- Chung, Jae W.
- MA Ceres LLC
- Massoud Bayat Amended and  
Restated Sole and Separate Property  
Trust, an Irrevocable Trust
- Miller, Maribess
- Montgomery Capital Advisers, LLC
- Montgomery Capital Partners II, LP
- Montgomery Capital Partners, Ltd.
- Montgomery, Thomas A., IRA
- Mulkey Holdings, LLC
- Reza Bayat and Khatereh Tabandeh  
Trust March 30, 2011, a Revocable  
Trust
- Stephen A. Hall Irrevocable Trust  
(u/a/d May 14, 2018)
- TBF Loose Holdings, LLC

- TWL Group LP
- Type A Management, LLC

#### **Officers, Directors, and Other Insiders**

- Wayne Nugent
- Russell Nelms
- James Calandra
- Greg Licea
- Amy Avila
- Eddie Head
- Michael Poates
- Paul Jenkins
- Eric Haynes
- Simon Davies
- Kimberly Hughes
- Justin Call
- Tony Cacioppo
- Sam Lau
- Anna Yeung
- Mike Brower
- Asia Florence
- Jasmine Chan
- Himanshu Bakshi
- Lisette Bolanos
- Abdel Alwaked
- Sadia Dar
- Isabel Tellez
- Johan Singerling
- Todd Saunders
- Andrew Wahl
- Rhonda Weatherwaz
- Kim Nguyen
- Ashlea Wiley
- Justin Sparks
- Matt Miller
- Cambresha Picou
- Shanna Bradshaw
- Robin Phang
- Tim Alexander
- Ryan Miles
- Steven Rains

- Luzy Zou
- Kyle Duncan
- Rigo Melendez
- Mary Carroll
- Jeff Gwynn
- Sylvia Daropale
- Renee Mzyk
- Lisa Harig
- Dean Calvert
- Sean Fields
- Tony Mao
- Robert Ricker
- Joshua Mathews
- Billy Miller
- Tobias Lasco
- Daniel Yu
- Robert Williams
- Deanna Malson
- Rob Fazio
- John Ayer
- Apler Aslan
- Christine Beisert
- Lisa Butler Diane Wilkinson
- Annette Weaver
- Joan Lai
- Stephanie Odohofre
- On Ni Cheng
- Yuki Wan
- Sze Long Leung
- Nga Hung Chan
- Wing Ka Lam
- Pui Man Chan
- Brittany Champ
- Lily Hardin
- Gleydson Cavalcanti
- Jessica Adame
- Traci Means
- Kristie Wright
- Anissa Garcia
- Renee Metheny
- Bonnie Casey

- Lindsey Savannah Johnson
- Beatrice Young
- Maryanne Tocco
- Helen Tam
- Sze-Haw King
- Dom Stabile
- Casandra Stefan
- Ankia Staples
- Sarah Stricklin
- Rosie Boylen
- Francine Cheung
- Joey Chow
- Cherry Lau
- Jennerika Mcilwrick
- Sagar Pattani
- Evelyn Yan
- Marium Ali
- Alexis Gordon
- Lisa Pryor
- Michael Sithole
- Lisa Pippin
- Annette Adams
- Elena Pansalova
- Kevin Rwodzi
- Robi Marini
- Diego Aguilar
- Muriel Calmes

**Equity Owners**

- Be True To Yourself Business Trust
- Braun Marketing Company, Inc.
- Chillin The Most, LLC
- Chris Mayberry
- Ddouble Infinity LP
- Dr. Wu Yiche
- Equity Trust Company Custodian  
FBO Janie M. Braun IRA
- Infinity Enterprises, LLC
- James Menge
- Joshua Paine
- Julie Eversole

- Kent Eversole
- Kenneth E. Head
- KGS Services, LLC
- KS Travel & Trainings Ltd.
- Legacy Holding Spendthrift Trust
- Livin Full Time, Inc.
- Marc Accretta's The Leading Edge, Inc.
- Melvin Burrell
- Rochelle Burrell
- Millie Man Yin Leung
- Monico Perez
- RAT Pack Legacy, LLC
- Rhonda Morris
- Starfish Holdings Business Trust
- Tayjak Enterprises, LLC
- Troy Brown
- Kathy Brown
- VacationLeader.com, Inc.
- 

- Wayne Tilman Nugent

**Professionals**

- Pachulski Stang Ziehl & Jones LLP
- Foley & Lardner, LLP
- Larx Advisors

**Judges**

- Honorable Bill Parker, Chief Judge
- Honorable Brenda T. Rhoades

**Office of the United States Trustee**

- Timothy W. O'Neal, Assistant United States Trustee
- Samuel M. Baker, Bankruptcy Analyst
- Eulunice Boddie, Paralegal Specialist
- Marc F. Salitore, Trial Attorney
- John M. Vardeman, Trial Attorney